

EXHIBIT D

EXHIBIT D

DENTONS

Exhibit D to Moyron Declaration Page 2 of 14

Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Salans FMC SNR Denton
McKenna Long
dentons.com

Ironclad - Official Committee of Equity Holders
Chairman of the Equity Committee for Ironclad
938 Duncan Avenue
Manhattan Beach, CA 90266
USA

October 25, 2017

Invoice No. 1945254

Client/Matter: 15744288-000003

Administration

Payment Due Upon Receipt

Total This Invoice \$ 8,564.10

Please return this page with your payment

Payments by check should be sent to:

Dentons US LLP
Dept. 894579
Los Angeles, CA 90189-4579

OR

Payment by wire transfer should be sent to:

Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

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Chairman of the Equity Committee for Ironclad
938 Duncan Avenue
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USA

October 25, 2017

Invoice No. 1945254

Client/Matter: 15744288-000003

Administration

For Professional Services Rendered through September 30, 2017:

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
09/22/17	S. Maizel	1.50	1,050.00	Review documents related to case and company.
09/22/17	P. Wolfson	2.50	1,750.00	Prepare for and participate in Ironclad Equity Committee meeting.
09/23/17	P. Wolfson	3.00	2,100.00	Review Ironclad materials and further communications regarding same; consider next steps and going forward strategy.
09/23/17	T. Moyron	0.10	49.50	Analyze notice of appearance filed by proposed counsel by the creditors' committee
09/24/17	P. Wolfson	2.00	1,400.00	Further work on Ironclad, including review of briefs and related documentation.
09/24/17	C. Montgomery	0.50	350.00	Communications with T Moyron regarding overbid issues impact on equity in the event of usury claims against Radian and impact of Pre payment fee in computing breakup fee limitations (.5).
09/25/17	K.M. Howard	0.30	71.55	Reviewed and revised Master Contact Chart.
09/25/17	K.M. Howard	0.20	47.70	Reviewed Notice of Chapter 11 Bankruptcy Filings and of Important Upcoming Hearing Dates and Deadlines and culled key information for inclusion into Critical Dates Memorandum.
09/25/17	K.M. Howard	0.10	23.85	Communications with Sam Maizel regarding additional contacts to include in the Master Contact Chart.
09/26/17	K.M. Howard	0.10	23.85	Reviewed communication from Sam Maizel regarding the members of the Equity Committee and noted same.
09/26/17	K.M. Howard	0.40	95.40	Reviewed and revised Master Contact Chart.

Administration

October 25, 2017

Matter: 15744288-000003

Invoice No.: 1945254

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
09/26/17	K.M. Howard	0.60	143.10	Reviewed Critical Dates Memo and prepared numerous communications regarding key dates and upcoming deadlines.
09/27/17	K.M. Howard	0.20	47.70	Discussed status of conflict checks with Ms. O'Meara (.1) and reviewed list of entities subject to conflict checking (.1).
09/27/17	K.M. Howard	0.40	95.40	Reviewed additional assembled information (.1) and revised Master Contact Chart.
09/28/17	K.M. Howard	0.30	71.55	Reviewed and revised Master Contact Chart.
09/28/17	P. Wolfson	0.70	490.00	Review Ironclad bylaws and related documents.
09/29/17	T. Moyron	0.10	49.50	Analyze email from M. Ross regarding Committee, FA and related issues.
09/29/17	S. Maizel	0.30	210.00	Review and respond to emails re discovery from OCC to debtor.
09/29/17	T. Moyron	0.10	49.50	Analyze email from R. Bender regarding request from Committee for financials.
09/29/17	T. Moyron	0.10	49.50	Analyze email from C. Castaldi and attached request for Debtor's financials.
09/29/17	T. Moyron	0.10	49.50	Prepare email to R. Bender regarding meeting with S. Rickman.
09/30/17	T. Moyron	0.70	346.50	Analyze schedules.
Total Hours		14.30		
Fee Amount				\$8,564.10

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$700.00	0.50	\$350.00
P. Wolfson	\$700.00	8.20	\$5,740.00
S. Maizel	\$700.00	1.80	\$1,260.00
T. Moyron	\$495.00	1.20	\$594.00
K.M. Howard	\$238.50	2.60	\$620.10
Totals		14.30	\$8,564.10

Administration

October 25, 2017

Matter: 15744288-000003

Invoice No.: 1945254

Fee Total	\$	8,564.10
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Invoice Total	\$	<u>8,564.10</u>
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For your Information - Open Invoices

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Chairman of the Equity Committee for Ironclad
938 Duncan Avenue
Manhattan Beach, CA 90266
USA

October 25, 2017

Client/Matter #: 15744288-000003

Administration

Statement of Account

According to our records, as of October 25, 2017, the amounts shown below are outstanding on this matter.
If your records are not in agreement with ours, please call us. Thank you.

<u>Date</u>	<u>Invoice No.</u>	<u>Invoice Amount</u>	<u>Payments/ Adjustments</u>	<u>Invoice Total</u>
10/25/17	1945254	8,564.10	0.00	<u>8,564.10</u>
Total Outstanding Invoices				<u>8,564.10</u>

Questions should be directed to:
S. Maizel
at 1 213 623 9300

Federal Tax I.D. Number 36-1796730

Ironclad - Official Committee of Equity Holders
Chairman of the Equity Committee for Ironclad
938 Duncan Avenue
Manhattan Beach, CA 90266
USA

November 15, 2017

Invoice No. 1952918

Client/Matter: 15744288-000003

Administration

Payment Due Upon Receipt

Total This Invoice \$ 15,022.25

Please return this page with your payment

Payments by check should be sent to:
Dentons US LLP
Dept. 894579
Los Angeles, CA 90189-4579

OR

Payment by wire transfer should be sent to:
Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
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November 15, 2017

Invoice No. 1952918

Client/Matter: 15744288-000003

Administration

For Professional Services Rendered through October 31, 2017:

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/01/17	S. Maizel	0.40	280.00	Review and respond to emails re committee interaction with Debtor's IB, etc.
10/02/17	P. Wolfson	3.20	2,240.00	Communications regarding Ironclad employment of professionals (.6); review cash collateral/DIP motion and loan and security agreement (2.0); consider next steps and going-forward strategy (.6).
10/02/17	S. Maizel	0.40	280.00	Email to Committee re conference calls with IB and interaction with potential buyers.
10/03/17	T. Moyron	0.10	49.50	Prepare email to Debtors' counsel requesting reports prepared by Stubbs, Skadden and RGP.
10/03/17	T. Moyron	0.10	49.50	Analyze email from S. Jarus attaching equity committee bylaws.
10/03/17	T. Moyron	0.20	99.00	Analyze Form 8K.
10/04/17	S. Maizel	0.50	350.00	Prepare memo to committee re committee fiduciary obligations.
10/04/17	K.M. Howard	0.30	71.55	Reviewed and revised Master Contacts Chart.
10/04/17	T. Moyron	0.30	148.50	Analyze Ironclad 8-K.
10/05/17	M. Zeefe	2.50	1,136.25	Research and draft NDA for committee professionals.
10/05/17	T. Moyron	0.10	49.50	Exchange emails with S. Jarus regarding list of equity holders.
10/05/17	T. Moyron	0.10	49.50	Analyze email from P. O'Brien attaching executed bylaws.
10/05/17	T. Moyron	0.10	49.50	Prepare email to S. Jarus attaching Ironclad Nevada schedules and list of equity holders and inquiring as to additional addresses.

Administration

November 15, 2017

Matter: 15744288-000003
Invoice No.: 1952918

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/09/17	T. Moyron	0.10	49.50	Conference with R. Bender regarding joint interest agreement between Debtors and Equity Committee.
10/09/17	T. Moyron	0.20	99.00	Prepare agenda for Equity Committee conference call.
10/09/17	T. Moyron	0.10	49.50	Prepare email to Equity Committee regarding conference call.
10/09/17	T. Moyron	0.50	247.50	Call with Equity Committee and Peter Wolfson regarding FA, sale, joint interest agreement and related issues.
10/09/17	T. Moyron	0.10	49.50	Analyze email from C. Castaldi regarding executed confidentiality agreement and access to Interlinks site.
10/09/17	T. Moyron	0.10	49.50	Prepare email to Equity Committee regarding attendance at meeting of creditors.
10/09/17	T. Moyron	0.10	49.50	Analyze emails from S. Jarus and P. O'Brien regarding meeting of creditors.
10/09/17	S. Maizel	0.10	70.00	Review and respond to emails re meeting of creditors.
10/10/17	T. Moyron	0.20	99.00	Analyze Ironclad Nevada's schedules and list of equity holders and number of securities.
10/10/17	T. Moyron	0.20	99.00	Conference call with R. Chez regarding FA and related issues.
10/10/17	T. Moyron	0.20	99.00	Analyze issues related to privilege re reports requested from Debtors.
10/10/17	M. Zeefe	0.80	363.60	Draft NDA for committee member (0.4); draft letter re Bar Date (0.4).
10/11/17	S. Schrag	2.70	838.35	Conduct research on certain privileged material.
10/11/17	K.M. Howard	0.60	143.10	Reviewed Critical Dates Memo (.1) and prepared numerous communications regarding upcoming hearings and pending deadlines (.5).
10/11/17	K.M. Howard	0.40	95.40	Reviewed the docket including various orders, motions and notices and culled key information reflecting continued hearing dates and various procedural deadlines.
10/11/17	K.M. Howard	0.10	23.85	Prepared communication regarding the continued lien challenge deadline.

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November 15, 2017

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/12/17	K.M. Howard	0.20	47.70	Reviewed and revised Critical Dates Memo.
10/12/17	K.M. Howard	0.10	23.85	Reviewed communication from Tania Moyron regarding equity committee member Patrick O'Brien.
10/12/17	S. Schrag	3.90	1,210.95	Conduct research and analysis regarding the Debtor's claim of attorney-client privilege on the reports Stubbs Alderton & Markiles, LLP, Resources Global Professionals, and Skadden, Arps, Slate, Meagher & Flom LLP prepared.
10/12/17	T. Moyron	0.20	99.00	Exchange emails with S. Jarus regarding issues related to prepetition agreements with CFO and CEO.
10/12/17	T. Moyron	0.70	346.50	Analyze case law discussing privilege with respect to corporation, shareholder exception and waiver.
10/13/17	T. Moyron	0.10	49.50	Conference call with C. Castaldi regarding indemnification provisions.
10/13/17	T. Moyron	0.20	99.00	Conference calls with potential FA.
10/13/17	K.M. Howard	0.30	71.55	Reviewed docket to determine pending deadlines and cross-referenced new orders to critical dates memo.
10/13/17	K.M. Howard	0.20	47.70	Prepared communications regarding upcoming objection deadlines.
10/16/17	K.M. Howard	0.40	95.40	Reviewed and revised Critical Dates Memo.
10/16/17	K.M. Howard	0.20	47.70	Reviewed docket including all court orders and motions and cross-referenced each to critical dates memo to determine if all court-ordered dates and all other dates are included.
10/16/17	T. Moyron	0.20	99.00	Prepare email to Equity Committee regarding Debtors' status report.
10/16/17	T. Moyron	0.30	148.50	Analyze Debtors' status report.
10/17/17	K.M. Howard	0.20	47.70	Reviewed and imported the Debtor's Schedules.
10/17/17	K.M. Howard	0.10	23.85	Reviewed and imported Order Approving Pro Hac Vice Application.
10/17/17	T. Moyron	0.10	49.50	Prepare email to R. Bender regarding reports.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/17/17	T. Moyron	0.20	99.00	Conference call with S. Jarus regarding FA and Province's email and call from P. Kravitz.
10/17/17	T. Moyron	0.10	49.50	Prepare email to R. Bender requesting reports.
10/18/17	T. Moyron	0.10	49.50	Analyze email from R. Bender regarding K. Meshefejian obtaining reports for Equity Committee.
10/18/17	T. Moyron	0.10	49.50	Prepare email to R. Bender requesting reports.
10/19/17	K.M. Howard	0.30	71.55	Reviewed and revised Critical Dates Memorandum.
10/19/17	T. Moyron	0.10	49.50	Conference call with R. Chez regarding objection to FA, other objection, and issues related to sale.
10/20/17	K.M. Howard	0.20	47.70	Reviewed and revised Critical Dates Memorandum.
10/20/17	S. Maizel	0.60	420.00	Review and respond to filings by former officers, including motion to left stay, objection to sale and proof of claims.
10/20/17	T. Moyron	0.30	148.50	Conference call with C. Castaldi regarding issues related to Craig Hallum (i.e., no inclusion of disgorgement language), sale and data room.
10/20/17	T. Moyron	0.10	49.50	Prepare email to P. O'Brien regarding issues related to communications with Rickman.
10/23/17	P. Wolfson	3.30	2,310.00	Review scheduling and SOFA (.8); attention to Grainger bidding (.8); review sale process guidelines (.8); teleconference with T. Moyron et al. regarding same and strategy for 10/30 hearing (.9).
10/23/17	T. Moyron	0.10	49.50	Prepare email to shareholder Mr. Hallissy attaching schedules and SOFA.
10/23/17	T. Moyron	0.20	99.00	Correspond with D. Blood regarding Ironclad Nevada, issues related to board and corporate documents.
10/23/17	T. Moyron	0.10	49.50	Conference call with shareholder Mr. Hallissy regarding status of case and related issues.
10/23/17	T. Moyron	0.40	198.00	Conference call with J. Hallissy regarding background of case, equity committee, sale, prepetition claims, and related issues.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/23/17	T. Moyron	0.10	49.50	Analyze emails from P. O'Brien regarding conference calls.
10/24/17	T. Moyron	0.10	49.50	Analyze email from R. Bender regarding Grainger update.
10/24/17	T. Moyron	0.40	198.00	Finalize letter to shareholders.
10/24/17	T. Moyron	0.40	198.00	Attend to issues related to list of shareholders and letter to be sent.
10/24/17	T. Moyron	0.10	49.50	Analyze email from S. Jarus regarding letter to shareholders.
10/24/17	T. Moyron	0.20	99.00	Analyze Debtors' comments to joint confidentiality agreement.
10/24/17	T. Moyron	0.30	148.50	Analyze issues related to Debtors' comments to joint confidentiality agreement.
10/24/17	S. Maizel	0.10	70.00	Review and revise draft letter to Shareholders.
10/24/17	K.M. Howard	0.20	47.70	Analysis of costs to obtain information pertaining to Ironclad Nevada from the Nevada Secretary of State (.1), and coordinated retrieval of documents (.1).
10/24/17	K.M. Howard	0.20	47.70	Reviewed and revised Critical Dates Memorandum.
10/25/17	K.M. Howard	0.10	23.85	Reviewed Master Contact Chart and extracted requested information for attorney.
10/26/17	T. Moyron	0.20	99.00	Analyze M. Emsile Agreement.
10/26/17	T. Moyron	0.10	49.50	Prepare email to R. Bender regarding filing of Form 8-K.
10/26/17	T. Moyron	0.10	49.50	Prepare pro hac vice application.
10/26/17	K.M. Howard	0.20	47.70	Reviewed and revised Critical Dates Memorandum.
10/26/17	K.M. Howard	0.10	23.85	Telephone conference with attorney service regarding the status of corporate documents from the Nevada Secretary of State pertaining to Ironclad Nevada.
10/27/17	T. Moyron	0.10	49.50	Prepare email to R. Bender regarding filing of form 8-k as requested by Equity Committee.
10/27/17	T. Moyron	0.10	49.50	Exchange emails with R. Chez regarding request made to Debtors to file Form 8-K.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Narrative</u>
10/27/17	T. Moyron	0.10	49.50	Analyze order granting pro hac vice application.
10/31/17	K.M. Howard	0.20	47.70	Reviewed docket and culled newly set dates by the court for inclusion into Critical Dates Memorandum.
10/31/17	T. Moyron	0.10	49.50	Exchange emails with R. Bender regarding filing of Form 8-K.
Total Hours		31.90		
Fee Amount				\$15,022.25

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
P. Wolfson	\$700.00	6.50	\$4,550.00
S. Maizel	\$700.00	2.10	\$1,470.00
M. Zeefe	\$454.50	3.30	\$1,499.85
T. Moyron	\$495.00	8.80	\$4,356.00
S. Schrag	\$310.50	6.60	\$2,049.30
K.M. Howard	\$238.50	4.60	\$1,097.10
Totals		31.90	\$15,022.25

Fee Total \$ 15,022.25

Invoice Total \$ 15,022.25

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According to our records, as of November 15, 2017, the amounts shown below are outstanding on this matter.
If your records are not in agreement with ours, please call us. Thank you.

			Payments/	
<u>Date</u>	<u>Invoice No.</u>	<u>Invoice Amount</u>	<u>Adjustments</u>	<u>Total</u>
10/25/17	1945254	8,564.10	0.00	8,564.10
11/15/17	1952918	15,022.25	0.00	<u>15,022.25</u>
		Total Outstanding Invoices		<u>\$23,586.35</u>

Questions should be directed to:
S. Maizel
at 1 213 623 9300

Federal Tax I.D. Number 36-1796730